

STATE OF ILLINOIS

ILLINOIS
COMMERCE COMMISSION

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Union Electric Company d/b/a Ameren UE

CLERK'S OFFICE

Notice of transfer of distribution and
transmission assets and retail electric
business to an affiliate and entry into
various agreements pursuant to
Section 16-111(g) of the Illinois Public
Utilities Act.

Docket No. 00-0655

PETITION FOR LEAVE TO INTERVENE

COMES NOW Big Rivers Zinc Corporation, Ethyl Corporation, Laclede Steel Company, and Spectrulite Consortium, Inc., as the Illinois Industrial Energy Consumers, and for their Petition for Leave to Intervene in the above entitled matter, state as follows:

1. Ameren UE has given Notice to the Illinois Commerce Commission (Commission) of its intent to transfer all of its Illinois distribution assets and Illinois transmission assets other than Ameren UE's Venice, Illinois generating assets, to Ameren CIPS. Ameren UE has also filed a Petition to transfer its gas system assets and gas public utility business, to Ameren CIPS. It is further intended that Ameren CIPS will succeed to Ameren UE's retail utility operations, and will provide the retail electric and gas services currently provided by Ameren UE.

2. Petitioners have a direct interest in the aforesaid transactions. They are situated in the Ameren UE service territory, and currently take electric and gas services from the utility.

3. Petitioners have a further interest as they are affected by the rate of return Ameren UE receives on its common equity in as much as during the mandatory transition period, Ameren UE's right to an increase in base rates is contingent upon the two year average of its earned rate of return as allowed for under Section 16-111(d), and to the measure of return on common equity in the determination of whether or not any refund should be paid to ratepayers pursuant to Section 16-

111(e). (220 ILCS 5/16-111(d) and (e)). In fact, Ameren UE reported excess earnings for 1998 - 1999, and refunds were issued to ratepayers, including Petitioners.

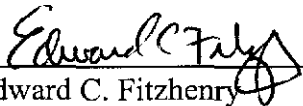
4. Petitioner, Big Rivers Zinc Corporation, is seeking intervention as well as it currently takes service under Ameren UE's interruptible rates and is, therefore, distinguishable from other ratepayers.

5. The interest of Petitioners are such that they cannot be reasonably represented and protected by any recognized statutory consumer protection agency as defined in 220 ILCS 5/9-102.1(d).

6. The Commission has previously granted other IIEC members leave to intervene in proceedings involving their transfer of assets pursuant to Section 16-111(g). Commonwealth Edison Company, Ill. C.C. Dkt. No. 99-0282; Commonwealth Edison Company Docket No. 00-0394; and Illinois Power Company, Ill. C.C. Dkt No. 99-0141.

WHEREFORE, Petitioners pray they be granted leave to intervene, and become parties to the above styled proceeding for the purpose of submitting evidence and cross-examining witnesses and with the right to file appropriate briefs and pleadings and participate in oral argument before this Commission, should oral argument be granted.

Respectfully submitted,


Edward C. Fitzhenry
Lueders, Robertson & Konzen
1939 Delmar Avenue, P. O. Box 735
Granite City, IL 62040
(618) 876-8500

One of the attorneys for the
Illinois Industrial Energy
Consumers

STATE OF ILLINOIS

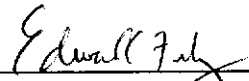
ILLINOIS COMMERCE COMMISSION

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Section 16-111(g) of the Illinois Public)	
Utilities Act.)	

NOTICE OF FILING

TO: See Attached Service List

PLEASE TAKE NOTICE that on this 24 day of October, 2000, we have delivered for filing with the Illinois Commerce Commission, 527 East Capitol Ave., Springfield, Illinois, 62794, the original and four (4) copies of the Petition for Leave to Intervene on behalf of Illinois Industrial Energy Consumers, along with Proof of Service thereon attached.




Edward C. Fitzhenry
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(618) 876-8500
ARDC No. 06180218

28841

PROOF OF SERVICE

STATE OF ILLINOIS)
)
COUNTY OF MADISON) SS

I, Edward C. Fitzhenry, Jr., being an attorney admitted to practice in the State of Illinois and one of the attorneys for Illinois Industrial Energy Consumers herewith certify that I did on the 24 day of October, 2000, filed with the Illinois Commerce Commission an original and four (4) copies of the Petition for Leave to Intervene on behalf of the Illinois Industrial Energy Consumers, and serve upon the persons identified on the attached service list, by depositing same in the United States Mail, in Granite City, Illinois with postage fully prepaid thereon.



Edward C. Fitzhenry
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Granite City, IL 62040
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SUBSCRIBED AND SWORN to me, a Notary Public, on this 24th day of October, 2000.



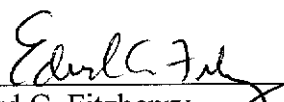


Notary Public

STATE OF ILLINOIS, :
 : SS
COUNTY OF MADISON, :
 :

VERIFICATION

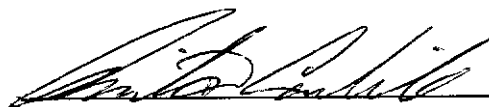
I, Edward C. Fitzhenry, being duly sworn, depose and state that I have read the foregoing Petition for Leave to Intervene on behalf of the Illinois Industrial Energy Consumers, and state the contents therein are true and accurate to the best of my belief and knowledge.



Edward C. Fitzhenry
Lueders, Robertson & Konzen
1939 Delmar Avenue
P. O. Box 735
Granite City, IL 62040
618-876-8500

SUBSCRIBED AND SWORN to before me, a Notary Public on this 24th day of
October, 2000.





Notary Public

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DOCKET NO. 00-0655

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